

STATE OF MINNESOTA
COUNTY OF CARVER

DISTRICT COURT
FIRST JUDICIAL DISTRICT
PROBATE DIVISION

In Re: Estate of:

Court File No. 10-PR-16-46

Prince Rogers Nelson,

Deceased.

**ORDER REGARDING PERSONAL
REPRESENTATIVE'S FEES AND
COSTS FOR FEBRUARY 2020
THROUGH JANUARY 2021**

The above entitled matter came before the undersigned pursuant to Comerica Bank & Trust, N.A.'s Petition for Fees and Costs for February 2020 through January 2021. Comerica Bank & Trust, N.A. (the "Personal Representative") was appointed personal representative of the Estate of Prince Rogers Nelson (the "Estate") effective February 1, 2017. On March 22, 2017, the Court entered the Order Regarding Application of Existing Orders and Protocols to the Personal Representative. On April 23, 2019, the Court entered an Order Regarding the Personal Representative's Fees and Costs for February 2019 through January 2020 extending the March 22 protocols (collectively, the "Fee Orders"). Among other things, the Fee Orders approved provisional compensation for the Personal Representative through January 31, 2020, with such compensation subject to a review and approval process set forth in the Fee Orders. The Fee Orders also called for the Personal Representative to petition the Court regarding its compensation for the time period beginning February 1, 2020.

Accordingly, the Personal Representative's Petition sets forth a proposal for its compensation from February 1, 2020 through January 31, 2021. Specifically, the Personal Representative requests approval of provisional compensation of \$110,000 per month (plus expenses), subject to the existing review and approval process provided in the Fee Orders. The Personal Representative also proposes that the process set forth in the March 22 Order would

continue to apply to the fees and expenses of its legal counsel, except that the Personal Representative's and its counsel's fee affidavits be due at the end of the month, rather than the fifteenth of the month.

On March 3, 2020, the Court issued an Order for Submissions directing that any responsive memoranda or objections to Comerica Bank & Trust, N.A.'s Petition for Fees and Costs for February 2020 through January 2021 be filed by March 20, 2020, directing that any responsive memoranda or objections to Comerica Bank & Trust, N.A.'s Petition for Fees and Costs for February 2020 through January 2021 be filed by March 20, 2020, after which the Court would take the matter under advisement based upon the written record. No responsive memoranda or objections were filed with the Court.

Now, having considered the Petition, the circumstances and anticipated needs and activities of the Estate, and related factors, the Court makes the following:

ORDER

1. The Personal Representative is authorized to receive compensation pursuant to Minn. Stat. § 524.3-719. For the time period of February 1, 2020 through January 31, 2021, the Personal Representative shall be provisionally entitled to receive compensation at the rate of \$110,000 per month, plus reimbursement for expenses incurred in connection with the administration of the Estate, subject to paragraph 3 herein. On or prior to February 28, 2021, the Personal Representative shall petition the Court regarding the amount of its compensation for the time period beginning February 1, 2021 through such future date as is appropriate, based on the then anticipated needs and activities of the Estate.

2. Counsel for the Personal Representative are entitled to fees, costs, and expenses pursuant to Minn. Stat. §§ 525.515, 524.3-720, and 524.3-721. The Personal Representative is

authorized to pay its counsel for legal services, costs, and expenses as invoices are submitted to the Personal Representative without advance approval of the Court, but subject to paragraph 3 herein.

3. On June 30, 2020, and every four months thereafter, the Personal Representative shall submit to the Court for review and approval: (1) an affidavit (“Personal Representative Fee Affidavit”) that details the compensation and expense reimbursements of the Personal Representative for the preceding four month period (*i.e.*, February 1, 2020 through May 31, 2020); and (2) an affidavit of counsel (“Attorney Fee Affidavit”) that attaches unredacted copies of all itemized billing statements that represent attorneys’ fees, costs, and expenses for which the Personal Representative seeks Court approval for the preceding four month period (*i.e.*, February 1, 2020 through May 31, 2020). When submitting the Attorney Fee Affidavits, billing statements and Personal Fee Affidavits, the Personal Representative shall serve unredacted copies on the living Heirs or their counsel and—to the extent it does not compromise any applicable attorney-client and work product protections or hamper the confidentiality needed for future business and tax purposes—on counsel for Primary Wave. The Heirs and Primary Wave shall have 14 days after service to submit written objections. The Court will consider all supporting submissions made by the Personal Representative and will order the Personal Representative to reimburse the Estate in an amount that it determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the Personal Representative’s fees or expense reimbursements. Similarly, the Court will consider all supporting submissions made by the Personal Representative in connection with the Attorney Fee Affidavits and will order counsel for the Personal Representative to reimburse the Estate in an amount that it determines to be reasonable and appropriate, if the Court believes that there was an overpayment of the attorneys’

fees, costs, and expenses. *See* Minn. Stat. § 524.3-721. Any submission of unredacted Attorney Fee Affidavits and Personal Representative Fee Affidavits (together, “Fee Affidavits”), or supporting detail for this Court’s review shall not be deemed to constitute a waiver of the attorney-client privilege or work product doctrine. The Heirs, Primary Wave, and their respective counsel shall maintain the confidentiality of the Fee Affidavits and shall not disclose the contents to third parties. The disclosure of any attorney-client privilege or work product material contained in unredacted Fee Affidavits and supporting documents provided to the Heirs shall not be deemed a waiver of confidentiality, the attorney-client privilege, or the work-product doctrine, given their common interest. Accordingly, Court filings that include Fee Affidavits and supporting documents shall be filed under seal to preserve the privilege and work product protections, and maintain the confidentiality of the ongoing business work of the Estate, with the understanding that the Personal Representative will file redacted versions of those documents to limit the sealed material to information which is privileged or confidential.

4. Unless specifically addressed herein, nothing in this order shall be deemed to modify or supersede the Fee Orders.

Dated: March 26, 2020

BY THE COURT:

Kevin W. Eide
Judge of District Court

NOTICE: A true and correct copy of this Order/Notice has been served by EFS upon the parties. Please be advised that orders/notices sent to attorneys are sent to the lead attorney only.